

ARENT FOX LLP
1675 Broadway
New York, New York 10019
(212) 484-3900

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X

In re:

Chapter 11

LEHMAN BROTHERS HOLDINGS, INC.,
et al.,

Case No. 08-13555 (JMP)

Debtors.

Jointly Administered

-----X

**SECOND AMENDED VERIFIED STATEMENT OF ARENT FOX LLP PURSUANT
TO RULE 2019 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

David Dubrow on behalf of Arent Fox LLP ("Arent Fox") as attorneys for the entities listed on Exhibit A hereto (collectively, the "Entities"), in connection with the above-captioned chapter 11 cases of Lehman Brothers Holdings, Inc. and its related debtors (collectively, the "Debtors"), makes the following statement pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure:

1. Arent Fox is counsel to the Entities in the above-captioned cases. The address for Arent Fox for purposes of this statement is 1675 Broadway, New York, New York 10019.
2. The mailing address for each of the Entities is listed on Exhibit A hereto.
3. Each of the Entities may hold claims against and/or interests in the Debtors arising out of applicable agreements, law or equity pursuant to their respective relationships with the Debtors. The specific nature and amounts of claims held by the Entities will be, or have been, set forth in proofs of claim or other pleadings filed in the Debtors' chapter 11 cases.
4. The following are the facts and circumstances in connection with Arent Fox's employment in these cases. Arent Fox represented certain of the Entities or their affiliates prior

to the Debtors' chapter 11 cases. Each of the Entities separately requested that Arent Fox represent them in connection with the Debtors' chapter 11 cases. Arent Fox may also represent the Entities on matters unrelated to these cases. Arent Fox may similarly undertake additional representations of additional parties in interest and to the extent Arent Fox does so, this statement may be supplemented as appropriate.

5. Arent Fox also represents or advises, or may have represented or advised, other parties in interest with respect to these cases that have not been included in this statement because the parties that Arent Fox represents do not currently intend to appear in the cases or such representations have concluded. These parties in interest include parties to various agreements involving the Debtors.

6. Arent Fox has provided legal advice to certain of the Debtors in the past but none of the Debtors is a current client.

7. Upon information and belief, Arent Fox does not possess any claims against or interests in the Debtors.¹

¹ However, partners, associates and staff of Arent Fox may, in their individual capacities, hold claims against and/or interests in the Debtors.

8. The undersigned certifies that this statement is true and accurate, to the best of his knowledge and belief. Arent Fox reserves the right to revise and supplement this statement as appropriate.

Dated: New York, New York
June 28, 2011

ARENT FOX LLP

By: /s/ David L. Dubrow
David L. Dubrow
1675 Broadway
New York, New York 10019
(212) 484-3900

EXHIBIT A

Georgetown University
2121 Wisconsin Avenue, NW, Suite 400
Washington, DC 20077

Howard Hughes Medical Institute
4000 Jones Bridge Road
Chevy Chase, MD 20815

Institute of International Education
809 United Nations Plaza
New York, NY 10017

The Vanguard Group, Inc.
P.O. Box 2600
Valley Forge, PA 19482

Transaction Network Services, Inc.
11480 Commerce Executive Park Drive, Suite 600
Reston, VA 20190

World Wildlife Fund
1250 Twenty Fourth Street, NW
Washington, DC 20037